

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of)	
)	
Members of Husker One, L.L.C.)	
Transferors)	WC Docket No. _____
)	
FMTC-SWT, Inc.)	
Transferee)	
)	
For Transfer of Control of Husker One, L.L.C., a holding)	
company, and its subsidiary Interstate Cablevision, LLC,)	
a competitive local exchange carrier that provides domestic)	
interstate telecommunications services in Iowa pursuant to a)	
blanket domestic Section 214 authorization)	

TO: Wireline Competition Bureau

**APPLICATION FOR TRANSFER OF CONTROL
OF DOMESTIC BLANKET SECTION 214 AUTHORIZATION**

The Members of Husker One, L.L.C. ("Transferors") and FMTC-SWT, Inc. ("FMTC-SWT"; FRN: 0026-1361-84) hereby request Commission authorization for the transfer of control from Transferors to FMTC-SWT of Husker One, L.L.C. ("Husker One"; FRN: 0017-1639-40), a holding company, and its wholly-owned subsidiary Interstate Cablevision, LLC ("Interstate"; FRN:0003-7491-08), a competitive local exchange carrier ("CLEC") which operates in Iowa pursuant to a blanket domestic Section 214 authorization.

Husker One is an Iowa limited liability company that serves as a holding company and that owns 100 percent of the member interests in Interstate, an Iowa limited liability company that provides local exchange, exchange access, fixed broadband and other voice and data services as a CLEC in the Winterset exchange in Madison County in south central Iowa where CenturyLink is the incumbent local exchange carrier ("ILEC").

FMTC-SWT is an Iowa corporation and wholly-owned subsidiary of Farmers Mutual Telephone Company ("Farmers Mutual). FMTC-SWT currently provides local exchange service and exchange access service under the trade name of OmniTel Communications ("OmniTel") as an ILEC in a single Iowa study area (Study Area Code 351301) that encompasses the Emerson, Henderson and Imogene exchanges in Mills, Fremont, Montgomery, Pottawattamie and Page Counties in the southwestern corner of Iowa.

Farmers Mutual, an Iowa corporation, and two other of its wholly-owned subsidiaries -- Farmers Telephone Company ("Farmers Telephone"), an Iowa corporation, and FMTC-I35, Inc. ("FMTC-I35"), an Iowa corporation -- also provide local exchange service and exchange access service as ILECs under the OmniTel Communications trade name. Farmers Mutual serves the Nora Springs, Floyd, Rudd and Rockford exchanges in Floyd County in northeastern Iowa in a single Iowa study area (Study Area Code 351172). Farmers Telephone serves the Little Cedar, New Haven, Riceville and Plymouth, Rock Falls and McIntyre exchanges in Mitchell, Howard and Cerro Gordo Counties in northeastern Iowa in a single Iowa study area (Study Area Code 351177). FMTC-I35 provides local exchange service and exchange access service as an ILEC in a single Iowa study area (Study Area Code 351209) that encompasses the Truro, St. Charles and St. Marys exchanges in Madison, Warren and Clark Counties in south central Iowa. In addition, OmniTel Communications, Inc., an Iowa corporation and wholly-owned subsidiary of Farmers Mutual, provides local exchange service and exchange access service as a CLEC serving the Stacyville, St. Ansgar, Marble Rock and Greene exchanges in Mitchell, Floyd and Butler Counties in northeastern Iowa (Study Area Code 359011). Altogether, the OmniTel Communications organization provides local exchange telephone service to twenty (20) exchanges in northeastern, south central and southwestern Iowa.

The proposed transaction comprises the sale of all of the member interests in Husker One from its current members to FMTC-SWT. Husker One currently has ten (10) members, four (4) of whom have member interests of ten percent (10.0%) or more. After the closing of the transaction, FMTC-SWT will be the sole member of Husker One and will own one hundred percent (100.0%) of Husker One's member interests. Control of Husker One will give FMTC-SWT control of Interstate and Interstate's blanket Section 214 authorization.

The proposed transaction does not appear to qualify for streamlined processing pursuant to Section 63.03(b) of the Commission's Rules because Interstate's Winterset exchange is adjacent to Madison County< Iowa exchanges currently operated by FMTC-I35. The parties note, however, that the proposed transaction will result in the OmniTel Communications organization having a market share in the interstate, interexchange market of well less than 10 percent, and the applicants operate ILECs and CLECs that have, in combination, far fewer than two (2) percent of the subscriber lines installed in the aggregate nationwide.

In accordance with the requirements of Section 63.04(a) of the Commission's Rules, the Applicants submit the following information:

(1) Name, address and telephone number of each applicant:

Transferors:

Members of Husker One, L.L.C.
105 North West Street (P.O. Box 229)
Truro, Iowa 50257-0229
Telephone: (641) 765-4201
Facsimile: (641) 765-4204

Transferee:

FMTC-SWT, Inc.
608 East Congress (P.O. Box 518)
Nora Springs, Iowa 50458-0518
Telephone: (641) 749-2531
Facsimile: (641) 749-9510

(2) Government, state or territory under the laws of which each corporate or partnership applicant is organized:

Husker One, L.L.C. is an Iowa limited liability company.

Interstate Cablevision, LLC is an Iowa limited liability company.

FMTC-SWT, Inc. is an Iowa corporation.

(3) Name, title, post office address, and telephone number of the officer or contact person to whom correspondence concerning the application is to be addressed:

For Transferors:

Pat McGowan, Member

Husker One, L.L.C.

105 North West Street (P.O. Box 229)

Telephone: (641) 765-4201

Facsimile: (641) 765-4204

For Transferee:

Josh Hveem, Chief Operating Officer

FMTC-SWT, Inc.

608 East Congress (P.O. Box 518)

Nora Springs, Iowa 50458-0518

Telephone: (641) 749-2531

Facsimile: (641) 749-9510

With a copy to Counsel:

Gerard J. Duffy

Blooston, Mordkofsky, Dickens, Duffy & Prendergast, LLP

2120 L Street, N.W. (Suite 300)

Washington, D.C. 20037

Telephone: (202) 659-0830

Facsimile: (202) 828-5568

(4) Name, address, citizenship and principal business of any person or entity that directly owns at least ten (10) percent of the equity of the applicant, and the percentage of equity owned by each of those entities:

Husker One, L.L.C. (Prior to Transaction)

The name, addresses, citizenship and principal businesses of the entities that own 10 percent or more of the equity and voting power of Husker One, L.L.C. before the proposed transaction are:

<u>Name & Address</u>	<u>% Voting & Equity</u>	<u>Citizenship</u>	<u>Principal Business</u>
Robert Mauer 105 N. West Street Truro, IA 50257	20.00%	U.S.A.	Telecommunications
Virginia Mauer Cox Revocable Trust 105 N. West Street Truro, IA 50257	20.00%	IA Trust	Investments
Husker 5 LLC 105 N. West Street Truro, IA 50257	20.00%	IA Limited Liability Company	Telecommunications
Pat McGowan 105 N. West Street Truro, IA 50257	10.00%	U.S.A.	Telecommunications

In turn, Husker 5 LLC is an Iowa limited liability company whose member-owners include: Valerie Weis (30.00%), Mike Weis (20.00%), Kristin Weis (15.00%), Jake Weis (15.00%) and Sam Weis (15.00%). Valerie Weis is the sister of Robert Mauer and Virginia Mauer Cox, the wife of Mike Weis, and the mother of Kristin Weis, Jake Weis and Sam Weis. All members of the Weis family named above are United States citizens.

Husker One, L.L.C. has six other members, three of which own eight percent (8.0%) member interests and three of which own two percent (2.0%) member interests. All other members are either United States citizens, Iowa corporations, Iowa limited liability companies or Iowa trusts.

Robert Mauer, and Virginia Mauer Cox and Valerie Weis are brother and sisters.

No other individual or entity directly or indirectly owns or controls an interest of ten (10) percent or more of the equity and/or voting power of Husker One, L.L.C. before the proposed transaction.

Husker One, L.L.C. (After Transaction)

The name, address, citizenship and principal business of the only entity that will own at least ten percent (10.0%) of the equity and voting power of Husker One, L.L.C. after completion of the proposed transaction are:

<u>Name & Address</u>	<u>% Equity/Voting</u>	<u>Citizenship</u>	<u>Principal Business</u>
FMTC-SWT, Inc. 608 East Congress Nora Springs, IA 50458	100.0%	Iowa Corporation	Telecommunications

FMTC-SWT, Inc.

The name, address, citizenship and principal business of the sole entity that owns at least ten percent (10.0%) of the equity and voting power of FMTC-SWT, Inc. both before and after completion of the proposed transaction are:

<u>Name & Address</u>	<u>% Voting & Equity</u>	<u>Citizenship</u>	<u>Principal Business</u>
Farmers Mutual Telephone Company 608 East Congress Nora Springs, IA 50458	100.00%	Iowa Corporation	Telecommunications

Farmers Mutual Telephone Company

Farmers Mutual Telephone Company currently has approximately 303 shareholders that own its single class of stock (1168 total shares outstanding). No individual shareholder can directly or indirectly own or control more than 10 shares (0.86%) of the company. Hence, no entity directly or indirectly owns or will own ten percent (10.0%) or more of the equity and voting power of Farmers Mutual Telephone Company before or after completion of the proposed transaction. All directors, officers and key management personnel of FMTC-SWT and Farmers Mutual are U.S. citizens.

No other individual or entity will directly or indirectly own or control an interest of ten (10) percent or more of the equity and/or voting power of FMTC-SWT, Inc. or Farmers Mutual Telephone Company before or after the proposed transaction.

(5) Certification pursuant to 47 C.F.R. §§1.2001 through 1.2003 that no party to the application is subject to denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.

The Members of Husker One, L.L.C. and FMTC-SWT, Inc. hereby certify, pursuant to 47 C.F.R. §§1.2001 through 1.2003, that no party to the present application is subject to denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.

(6) Description of the transaction:

The proposed transaction constitutes the sale of all of the member interests in Husker One from its ten (10) current members [four of which hold member interests of 10 percent (10.0%) or more] to FMTC-SWT. Control by FMTC-SWT of Husker One's member interests will give FMTC-SWT control of Husker One, Interstate and Interstate's blanket Section 214 authorization.

(7) Description of the geographic areas in which the transferor and transferee (and their affiliates) offer domestic telecommunications services, and what services are provided in each area:

Areas and Services of Husker One and Affiliates

Husker One is an Iowa limited liability company that serves as a holding company and that does not directly offer domestic telecommunications services.

Interstate is an Iowa limited liability company and wholly-owned subsidiary of Husker One that provides local exchange service, exchange access services, fixed broadband services and other Internet Protocol voice and data services as a CLEC in the Winterset exchange in Madison County in south central Iowa where CenturyLink is the ILEC. Interstate serves approximately twenty-five (25) access lines in the Winterset exchange.

Interstate Enterprises, Ltd. ("Interstate Enterprises"), an Iowa corporation that is owned by the Mauer family (Robert Mauer, Virginia Mauer Cox and Valerie Weis) and their associates, owns a 50.0 percent interest in Cellular 35, Inc., an Iowa corporation, which is the general partner and holder of a 1.09184 percent general partner interest in Iowa RSA 2 Limited Partnership d/b/a Chat Mobility ("RSA 2"). RSA 2 is an Iowa limited partnership whose interests include: (a) the license of Cellular Radio Service Station KNKN492, which serves Iowa Rural Service Area 2 (Union); (b) the licenses of Common Carrier Point-to-Point Microwave Stations WQVI238 and WQVI240; and (c) the lease of the portion of 700 MHz Upper Band Station WQJQ691 that serves parts of the Des Moines-Quad City, Iowa market. Interstate Enterprises also owns a 27.02317 percent limited partnership interest in RSA 2. The Interstate Enterprises assets and services are not part of the subject transaction.

Interstate Enterprises owns a 50.0 percent ownership interest in Southern Iowa 700, L.L.C., a Missouri limited liability company that is the licensee of: (a) 700 MHz Lower Band Station WQFA498 in a submarket of Iowa RSA 2 (Union), and (b) 3650-3700 MHz Band Nationwide, Non-Exclusive Station WQIP654.

Interstate Enterprises holds a 11.11 percent ownership interest in Cellular 29, Ltd, an Iowa corporation that is the general partner of and holder of a 1.0 percent general partner interest in RSA 1 Limited Partnership dba Chat Mobility ("RSA 1"), an Iowa limited partnership. RSA 1 interests include the licenses of: (a) Cellular Radio Service Station KNKN649, which serves Iowa Rural Service Area 1 (Mills); (b) Broadband PCS Station WPTK838, which serves a submarket of the Omaha, Nebraska Basic Trading Area; (c) Broadband PCS Station WPXA563, which serves a submarket of the Omaha, Nebraska Basic Trading Area; (d) 700 MHz Lower Band Stations WPWV306, WQFA497 and WQFA882 which serve submarkets of Iowa RSA 1 (Mills). Interstate Enterprises also owns a 11.13750 percent limited partnership interest in RSA 1.

Interstate Enterprises also owns a 4.454545 percent ownership interest in RSA 7 Investment Fund LLC (RSA 7 Investment), an Iowa limited liability company. RSA 7 Investment owns a 49.00 percent limited partner interest in RSA 7 Limited Partnership ("RSA 7"), an Iowa limited partnership. RSA 7 is the licensee of Cellular Radio Service Station KNKN611, which serves Iowa Rural Service Area 7 (Audubon).

Husker One and Interstate have no other subsidiaries or affiliates that offer telecommunications services.

Areas and Services of FMTC-SWT and Affiliates

FMTC-SWT, a wholly-owned subsidiary of Farmers Mutual, is an ILEC that provides local exchange telephone service and exchange access in a single Iowa study area (Study Area Code 351301) that encompasses three exchanges (Emerson, Imogene and Henderson) in Mills, Fremont, Montgomery and Pottawattamie and Page Counties in rural southwestern Iowa (approximately 462 access lines).

Farmers Mutual is an ILEC that provides local exchange telephone service and exchange access service in a single Iowa study area (Study Area Code 351172) that encompasses four exchanges (the Nora Springs, Floyd, Rudd and Rockford exchanges) in Floyd County in rural northeastern Iowa (approximately 1,525 access lines).

Farmers Telephone, a wholly-owned subsidiary of Farmers Mutual, is an ILEC that provides local exchange telephone service and exchange access service in a single Iowa study area (Study Area Code 351177) that encompasses six exchanges (the Little Cedar, New Haven, Riceville, Plymouth, Rock Falls and McIntyre exchanges in Mitchell, Howard and Cerro Gordo Counties in rural northeastern Iowa (approximately 1,130 access lines).

FMTC-I35, a wholly-owned subsidiary of Farmers Mutual, is an ILEC that provides local exchange telephone service and exchange access service in a single Iowa study area (Study

Area Code 351209) that encompasses three exchanges (Truro, St. Charles and St. Marys) in Madison, Warren and Clark Counties in rural south central Iowa (approximately 1,008 access lines).

OmniTel Communications, Inc., a wholly-owned subsidiary of Farmers Mutual, is a CLEC that provides local exchange service and exchange access service in a single Iowa study area (Study Area Code 359011) that encompasses four exchanges (the Stacyville, St. Ansgar, Marble Rock and Greene exchanges) in Mitchell, Floyd and Butler Counties in rural northeastern Iowa (approximately 1,800 access lines).

In addition to local exchange telephone service and exchange access service, the Farmers Mutual companies provide custom calling features (such as voice mail, call forwarding, call waiting, caller identification, three-way calling, distinctive ring, call acceptance and rejection, toll deny, and number blocking), resold intrastate and interstate long distance toll services, videoconferencing, cable television and IPTV services, and Internet access services (dial-up and high speed) within their local exchange service areas.

Farmers Mutual owns a non-controlling 21.52 percent interest in Alpine Communications L.C. ("Alpine"), an Iowa corporation, which is an independent local exchange carrier that provides local exchange telephone service and exchange access to seven exchanges (Elgin, Elkader, Garber, Garnavillo, Guttenberg, Marquette and McGregor) in Fayette and Clayton Counties in northeastern Iowa. Alpine serves a total of approximately 4,600 access lines in these Iowa exchanges.

Farmers Mutual owns 100.0% of FMTC Wireless, Inc., an Iowa corporation which was formerly a Broadband PCS licensee.

Farmers Mutual holds a non-controlling 33.33% interest in FWC Communications Inc., an Iowa corporation, which was formerly a Broadband PCS licensee.

Farmers Mutual holds a non-controlling 2.118% interest in Hilbert Communications, LLC, a Wisconsin limited liability company that is a regional provider of telecommunications products and services to residential and commercial customers in the upper Midwest.

Farmers Mutual owns a 1.3 percent voting stock interest in Iowa Network Services, Inc., an Iowa corporation that provides centralized equal access and transport services within the state of Iowa.

Farmers Mutual has no other subsidiaries or affiliates that offer telecommunications services.

(8) Statement as to how the application fits into one or more of the presumptive streamlined categories in section 63.03 or why it is otherwise appropriate for streamlined treatment:

This application does not appear to qualify for streamlined processing pursuant to Section 63.03(b) of the Commission's Rules because Interstate's Winterset exchange is adjacent to Madison County exchanges currently operated by FMTC-I35. The parties note, however, that the proposed transaction will result in the OmniTel Communications organization having a market share in the interstate, interexchange market of well less than 10 percent, and that the applicants operate ILECs and CLECs that have, in combination, fewer than 6,000 access lines which constitute far less than two (2) percent of the nation's subscriber lines installed in the aggregate nationwide.

(9) Identification of all other Commission applications related to the same transaction:

Applicants will be filing no other Commission applications related to the subject transaction.

(10) Statement of whether the applicants are requesting special consideration because either party to the transaction is facing imminent business failure:

No party to the transaction is facing imminent business failure at this time. Therefore, the Applicants are not requesting special consideration because a party to the transaction is facing imminent business failure.

(11) Identification of any separately filed waiver requests being sought in conjunction with the transaction:

No separately filed waivers or waiver requests are being sought in conjunction with the proposed transaction.

(12) Statement showing how grant of the application will serve the public interest, convenience and necessity, including any additional information that may be necessary to show the effect of the proposed transaction on competition in domestic markets:

The proposed transaction entails the transfer of control of Husker One and its wholly-owned CLEC subsidiary Interstate to FMTC-SWT. The Farmers Mutual/OmniTel Communications organization of which FMTC-SWT is a part has a long and proven record of investing in rural networks and communities, and of providing high-quality, state-of-the-art voice, data and video services at affordable rates to its rural service areas. The proposed transaction will ensure that the rural Iowa customers of Interstate will continue to receive high-quality, state-of-the-art voice, data and video services at affordable rates during the foreseeable future.

Conclusion

In light of the foregoing facts and public interest considerations, the Commission is respectfully requested to authorize the transfer of control of Husker One, L.L.C. and its wholly-owned subsidiary Interstate Cablevision, LLC (which operates pursuant to a blanket domestic Section 214 authorization) from the current member-owners of Husker One, L.L.C. to FMTC-SWT, Inc.

The Members of Husker One, L.L.C and FMTC-SWT, Inc. reiterate that they certify, pursuant to 47 C.F.R. §§1.2001 through 1.2003, that no party to the present application is subject to denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.

Respectfully submitted,

ROBERT MAUER

By: Robert Mauer
 Robert Mauer
 Date: 4-15-18

FMTC-SWT, INC

By: _____
 Josh Hveem, Chief Operating Officer
 Date: _____

VIRGINIA MAUER COX REVOCABLE TRUST

By: _____
 _____, Trustee
 Date: _____

HUSKER 5, LLC

By: _____
 Name, Title
 Date: _____

PAT MCGOWAN

By: _____
 Pat McGowan
 Date: _____

Conclusion

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Respectfully submitted,

ROBERT MAUER

By: _____
Robert Mauer
Date: _____

FMTC-SWT, INC

By: _____
Josh Hveem, Chief Operating Officer
Date: _____

VIRGINIA MAUER COX REVOCABLE TRUST

By: Virginia Mauer Cox
_____, Trustee
Date: 4/13/2018

HUSKER 5, LLC

By: _____
Name, Title
Date: _____

PAT MCGOWAN

By: _____
Pat McGowan
Date: _____

Conclusion

In light of the foregoing facts and public interest considerations, the Commission is respectfully requested to authorize the transfer of control of Husker One, L.L.C. and its wholly-owned subsidiary Interstate Cablevision, LLC (which operates pursuant to a blanket domestic Section 214 authorization) from the current member-owners of Husker One, L.L.C. to FMTC-SWT, Inc.

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Respectfully submitted,

ROBERT MAUER

By: _____
Robert Mauer
Date: _____

FMTC-SWT, INC

By: _____
Josh Hveem, Chief Operating Officer
Date: _____

VIRGINIA MAUER COX REVOCABLE TRUST

By: _____
_____, Trustee
Date: _____

HUSKER 5, LLC

By: Nick Weis Manager
Name, Title
Date: 4-13-2018

PAT McGOWAN

By: _____
Pat McGowan
Date: _____

Conclusion

In light of the foregoing facts and public interest considerations, the Commission is respectfully requested to authorize the transfer of control of Husker One, L.L.C. and its wholly-owned subsidiary Interstate Cablevision, LLC (which operates pursuant to a blanket domestic Section 214 authorization) from the current member-owners of Husker One, L.L.C. to FMTC-SWT, Inc.

The Members of Husker One, L.L.C and FMTC-SWT, Inc. reiterate that they certify, pursuant to 47 C.F.R. §§1.2001 through 1.2003, that no party to the present application is subject to denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.

Respectfully submitted,

ROBERT MAUER

By: _____
Robert Mauer
Date: _____

FMTC-SWT, INC

By: _____
Josh Hveem, Chief Operating Officer
Date: _____

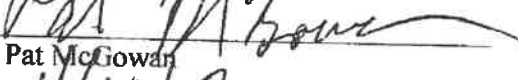
VIRGINIA MAUER COX REVOCABLE TRUST

By: _____
_____, Trustee
Date: _____

HUSKER 5, LLC

By: _____
Name, Title
Date: _____

PAT MCGOWAN

By: 
Pat McGowan
Date: 4/13/18

Conclusion

In light of the foregoing facts and public interest considerations, the Commission is respectfully requested to authorize the transfer of control of Husker One, L.L.C. and its wholly-owned subsidiary Interstate Cablevision, LLC (which operates pursuant to a blanket domestic Section 214 authorization) from the current member-owners of Husker One, L.L.C. to FMTC-SWT, Inc.

The Members of Husker One, L.L.C and FMTC-SWT, Inc. reiterate that they certify, pursuant to 47 C.F.R. §§1.2001 through 1.2003, that no party to the present application is subject to denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.

Respectfully submitted,

ROBERT MAUER

By: _____
Robert Mauer
Date: _____

FMTC-SWT, INC

By: _____
Josh Hveem, Chief Operating Officer
Date: 4-17-18

VIRGINIA MAUER COX REVOCABLE TRUST

By: _____
_____, Trustee
Date: _____

HUSKER 5, LLC

By: _____
Name, Title
Date: _____

PAT McGOWAN

By: _____
Pat McGowan
Date: _____